

12/17/2

McDERMOTT, QUILTY & MILLER LLP  
131 OLIVER STREET - 5<sup>TH</sup> FLOOR  
BOSTON, MASSACHUSETTS 02110

TELEPHONE: 617-946-4600  
FACSIMILE: 617-946-4624

November 28, 2012

**VIA OVERNIGHT DELIVERY**

Pamela A. Harting-Barrat, Chairwoman  
Board of Selectmen for the Town of Acton  
472 Main Street  
Acton, MA 01720

**Re: New Officer/Director, Transfer of Stock, Pledge of License & Change of  
Manager of Record ✓  
Retail Package Store All-Alcoholic Beverages License  
Wine-Cask Cellars, Inc. d/b/a Acton Liquors  
100 Powdermill Road, Acton, MA 01720**

Dear Chairwoman Harting-Barrat:

Enclosed please find the following documents regarding the above-referenced application:

1. ABCC Application Forms;
2. ABCC Personal Information Forms and CORI Request Forms;
3. ABCC Manager Application & Related Documents;
4. Corporate Vote;
5. Articles of Organization;
6. Lease Agreement;
7. Stock Purchase Agreement;
8. Promissory Note; and
9. Pledge Agreement.

Also enclosed please find a check made payable to the ABCC in the amount of \$200.00. We respectfully request that this application be placed on the next available public hearing agenda which we understand is scheduled for December 17, 2012.

As always, thank you for your time and consideration. Please do not hesitate to contact me with any questions or requests for additional information.

Best regards,

*K. Simão (snr)*

Karen D. Simão, Esq.

KDS/kl  
Enclosures

# **ABCC APPLICATION FORMS**



Commonwealth of Massachusetts  
Alcoholic Beverages Control Commission  
239 Causeway Street, First Floor  
Boston, MA 02114

PETITION FOR TRANSFER OF OWNERSHIP

000600017

ABCC License Number

Acton

City/Town

The licensee Wine-Cask Cellars, Inc. and the proposed transferee  
respectfully petition the Licensing Authorities to approve the following transfer of ownership.

NO CHANGE IN CORPORATION.

Is the PRESENT licensee a Corporation/LLC duly registered under the laws of the Commonwealth of Massachusetts?

☒ Yes ☐ No If YES, please list the officers, directors and stockholders, their residences, and shares owned by each.

Name	Title	Address	Stock or % Owned
Ralph Rotolante	President, Treasurer,	98 Baldwin Drive, Boxboro, MA 01719	100%
	Secretary, Director, Sole		
	Shareholder & Manager		
	of Record		

Is the PROPOSED transferee a Corporation/LLC, duly registered under the laws of the Commonwealth of Massachusetts?

☒ Yes ☐ No If YES, please list the officers, directors and stockholders, their residences, and shares owned by each.

TO: (Place an \* before the name of each DIRECTOR/LLC Manager.)

Name	Title	Address	Stock or % Owned
*Regina Rotolante	President, Treasurer,	25 Centercrest Dr., Tyngsboro, MA 01879	100%
	Secretary, Director, Sole		
	Shareholder & Manager		
	of Record		

The above named proposed transferee hereby joins in this petition for transfer of said license.

SIGNATURE OF LAST-APPROVED LICENSEE:

(If a Corporation/LLC by its authorized representative)

SIGNATURE OF PROPOSED TRANSFEE:

Date Signed

11/3/12



*The Commonwealth of Massachusetts*  
*Alcoholic Beverages Control Commission*  
239 Causeway Street  
Boston, MA 02114  
[www.mass.gov/abc](http://www.mass.gov/abc)

PETITION FOR CHANGE OF LICENSE

000600017

ABCC License Number

Acton

City/Town

The licensee Wine-Cask Cellars, Inc. respectfully petitions the Licensing Authorities to approve the following transactions:

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Change of Manager                                    | <input type="checkbox"/> Alteration of Premises |
| <input checked="" type="checkbox"/> Pledge of License/Stock                              | <input type="checkbox"/> Cordial & Liqueurs     |
| <input type="checkbox"/> Change of Corporate Name/DBA                                    | <input type="checkbox"/> Change of Location     |
| <input type="checkbox"/> Change of License Type (\$12 ONLY, e.g. "club" to "restaurant") |   |

☒ Change of Manager

Last-Approved Manager: Ralph Rotolante

Requested New Manager: Regina Rotolante

☒ Pledge of License /Stock

Loan Principal Amount: \$ 12,000.00 Interest Rate: 5%

Payment Term: 72 Mos. Lender: Ralph Rotolante

☐ Change of Corporate Name/DBA

Last-Approved Corporate Name/DBA:

Requested New Corporate Name/DBA:

☐ Change of License Type

Last-Approved License Type:

Requested New License Type:

☐ Alteration of Premises: (must fill out attached financial information form)

Description of Alteration:

☐ Change of Location: (must fill out attached financial information form)

Last-Approved Location:

Requested New Location:

Signature of Licensee

(If a Corporation/LLC, by its authorized representative)

Date Signed

11/3/12



*The Commonwealth of Massachusetts*  
*Alcoholic Beverages Control Commission*  
239 Causeway Street  
Boston, MA 02114  
[www.mass.gov/abcc](http://www.mass.gov/abcc)

Print Form

**RETAIL ALCOHOLIC BEVERAGES LICENSE APPLICATION  
MONETARY TRANSMITTAL FORM**

APPLICATION SHOULD BE COMPLETED ON-LINE, PRINTED, SIGNED, AND SUBMITTED TO THE LOCAL  
LICENSING AUTHORITY.

ECRT CODE: RETA

CHECK PAYABLE TO ABCC OR COMMONWEALTH OF MA: \$200.00

(CHECK MUST DENOTE THE NAME OF THE LICENSEE CORPORATION, LLC, PARTNERSHIP, OR INDIVIDUAL)

CHECK NUMBER

IF USED EPAY, CONFIRMATION NUMBER

A.B.C.C. LICENSE NUMBER (IF AN EXISTING LICENSEE, CAN BE OBTAINED FROM THE CITY)

000600017

LICENSEE NAME

Wine-Cask Cellars, Inc. d/b/a Acton Liquors

ADDRESS

100 Powdermill Road

CITY/TOWN

Acton

STATE

MA

ZIP CODE

01720

**TRANSACTION TYPE (Please check all relevant transactions):**

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> Alteration of Licensed Premises | <input type="checkbox"/> Cordials/Liqueurs Permit       | <input checked="" type="checkbox"/> New Officer/Director | <input type="checkbox"/> Transfer of License          |
| <input type="checkbox"/> Change Corporate Name           | <input type="checkbox"/> Issuance of Stock              | <input type="checkbox"/> New Stockholder                 | <input checked="" type="checkbox"/> Transfer of Stock |
| <input type="checkbox"/> Change of License Type          | <input type="checkbox"/> Management/Operating Agreement | <input type="checkbox"/> Pledge of Stock                 | <input type="checkbox"/> Wine & Malt to All Alcohol   |
| <input type="checkbox"/> Change of Location              | <input type="checkbox"/> More than (3) \$15             | <input checked="" type="checkbox"/> Pledge of License    | <input type="checkbox"/> 6-Day to 7-Day License       |
| <input checked="" type="checkbox"/> Change of Manager    | <input type="checkbox"/> New License                    | <input type="checkbox"/> Seasonal to Annual              |   |
| <input type="checkbox"/> Other                           | <input type="text"/>                                    |  |   |

THE LOCAL LICENSING AUTHORITY MUST MAIL THIS TRANSMITTAL FORM ALONG WITH THE  
CHECK, COMPLETED APPLICATION, AND SUPPORTING DOCUMENTS TO:

**ALCOHOLIC BEVERAGES CONTROL COMMISSION  
P. O. BOX 3396  
BOSTON, MA 02241-3396**

## APPLICATION FOR RETAIL ALCOHOLIC BEVERAGE LICENSE

City/Town

Acton

### 1. LICENSEE INFORMATION:

A. Legal Name/Entity of Applicant:(Corporation, LLC or Individual) Wine-Cask Cellars, Inc.

B. Business Name (if different) : Acton Liquors

C. Manager of Record: Regina Rotolante

D. ABCC License Number (for existing licenses only) : 000600017

E. Address of Licensed Premises: 100 Powdermill Road

City/Town: Acton

State: MA

Zip: 01720

F. Business Phone: (978) 897-0891

G. Cell Phone: (978) 479-9741

H. Email: info@wine-cask.com

I. Website: www.wine-cask.com

J. Mailing address (If different from E.):

City/Town:

State:

Zip:

### 2. TRANSACTION:

- ☐ New License ☒ New Officer/Director ☒ Transfer of Stock ☐ Issuance of Stock ☐ Pledge of Stock  
☐ Transfer of License ☐ New Stockholder ☐ Management/Operating Agreement ☒ Pledge of License

X Change of Manager of Record

The following transactions must be processed as new licenses:

- ☐ Seasonal to Annual ☐ (6) Day to (7)-Day License ☐ Wine & Malt to All Alcohol

**IMPORTANT ATTACHMENTS (1): The applicant must attach a vote of the entity authorizing all requested transactions, including the appointment of a Manager of Record or principal representative.**

### 3. TYPE OF LICENSE:

- ☐ \$12 Restaurant ☐ \$12 Hotel ☐ \$12 Club ☐ \$12 Veterans Club  
☐ \$12 General On-Premises ☐ \$12 Tavern (No Sundays) ☒ \$15 Package Store

### 4. LICENSE CATEGORY:

- ☒ All Alcoholic Beverages ☐ Wine & Malt Beverages Only ☐ Wine or Malt Only  
☐ Wine & Malt Beverages with Cordials/Liqueurs Permit

### 5. LICENSE CLASS:

- ☒ Annual ☐ Seasonal

**6. CONTACT PERSON CONCERNING THIS APPLICATION (ATTORNEY IF APPLICABLE)**

NAME: Karen Simao, Esq. - McDermott, Quilty & Miller LLP

ADDRESS: 131 Oliver Street, 5th Floor

CITY/TOWN: Boston STATE: MA ZIP CODE: 02110

CONTACT PHONE NUMBER: (617) 946-4600 FAX NUMBER: (617) 946-4624

EMAIL: ksimao@mqmlp.com

**7. DESCRIPTION OF PREMISES:**

Please provide a complete description of the premises to be licensed. Please note that this must be identical to the description on the Form 43.

**NO CHANGE TO EXISTING.**

3000 square feet rectangle. 30 x 100 feet walk in cooler in rear. Customer entrance at front.

Total Square Footage: 3000 Number of Entrances: NO CHANGE Number of Exits: NO CHANGE

Occupancy Number: NO CHANGE Seating Capacity: NO CHANGE

IMPORTANT ATTACHMENTS (2): The applicant must attach a floor plan with dimensions and square footage for each floor & room.

**8. OCCUPANCY OF PREMISES:**

By what right does the applicant have possession and/or legal occupancy of the premises? Final Assignment of Lease

IMPORTANT ATTACHMENTS (3): The applicant must submit a copy of the final lease or documents evidencing a legal right to occupy the premises.

Other:

Landlord is a(n): Please Select Other: Limited Partnership

Name: Atlantic-Acton Realty Limited Partnership Phone: (508) 626-0025

Address: 205 Newbury Street City/Town: Framingham State: MA Zip: 01701

Initial Lease Term: Beginning Date 04/01/2009 Ending Date 03/31/2014

Renewal Term: Two (2) Options/Extensions at: Five (5) Years Each

Rent: \$48,750.00 Per Year Rent: \$4,062.50 Per Month

Do the terms of the lease or other arrangement require payments to the Landlord based on a percentage of the alcohol sales?  
Yes ☒ No ☐ 7% of Gross Sales after Breakpoint as defined in Lease Agreement.

IMPORTANT ATTACHMENTS (4):

1. If yes, the Landlord is deemed a person or entity with a financial or beneficial interest in this license. Each individual with an ownership interest with the Landlord must be disclosed in §10 and must submit a completed Personal Information Form attached to this application.
2. Entity formation documents for the Landlord entity must accompany the application to confirm the individuals disclosed.
3. If the principals of the applicant corporation or LLC have created a separate corporation or LLC to hold the real estate, the applicant must still provide a lease between the two entities.

**9. LICENSE STRUCTURE:**

The Applicant is a(n):

Corporation

Other :

If the applicant is a Corporation or LLC, complete the following:

Date of Incorporation/Organization:

02/10/1997

State of Incorporation/Organization: MA

Is the Corporation publicly traded? Yes ☐ No ☒**10. INTERESTS IN THIS LICENSE:**

List all individuals involved in the entity (e.g. corporate stockholders, directors, officers and LLC members and managers) and any person or entity with a direct or indirect, beneficial or financial interest in this license (e.g. landlord with a percentage rent based on alcohol sales).

**IMPORTANT ATTACHMENTS (5):**A. All individuals or entities listed below are required to complete a [Personal Information Form](#).B. All shareholders, LLC members or other individuals with any ownership in this license must complete a [CORI Release Form](#).

Name	All Titles and Positions	Specific # of Stock or % Owned	Other Beneficial Interest
Regina Rotolante	President, Secretary,  Treasurer, Director, Sole  Shareholder and Proposed  Manager of Record	100%	N/A

\*If additional space is needed, please use last page.

**\*SEE ADDITIONAL SPACE PAGE****11. EXISTING INTEREST IN OTHER LICENSES:**

Does any individual listed in §10 have any direct or indirect, beneficial or financial interest in any other license to sell alcoholic beverages? Yes ☒ No ☐ **If yes, list said interest below:**

Name	License Type	Licensee Name & Address
Regina Rotolante	Other	Wine-Cask Imports, Inc., 577 Main Street, Hudson, MA 01519*
	Please Select	*Regina Rotolante currently holds no interest in this wholesaler license, however, said licensed entity is the subject of a concurrent 100% stock transfer from Ralph Rotolante to Regina Rotolante.
	Please Select	
	Please Select	
	Please Select	
	Please Select	
	Please Select	

\*If additional space is needed, please use last page.



**12. PREVIOUSLY HELD INTERESTS IN OTHER LICENSES:**

Has any individual listed in §10 who has a direct or indirect beneficial interest in this license ever held a direct or indirect, beneficial or financial interest in a license to sell alcoholic beverages, which is not presently held? Yes ☐ No ☒ If yes, list said interest below:

Name	Licensee Name & Address	Date	Reason Terminated
			Please Select
			Please Select
			Please Select

**13. DISCLOSURE OF LICENSE DISCIPLINARY ACTION:**

Have any of the disclosed licenses to sell alcoholic beverages listed in §11 and/or §12 ever been suspended, revoked or cancelled? Yes ☐ No ☒ If yes, list said interest below:

Date	License	Reason of Suspension, Revocation or Cancellation

**14. CITIZENSHIP AND RESIDENCY REQUIREMENTS FOR A (§15) PACKAGE STORE LICENSE ONLY :****A.) For Individual(s):**

1. Are you a U.S. Citizen? Yes ☒ No ☐
2. Are you a Massachusetts Residents? Yes ☒ No ☐

**B.) For Corporation(s) and LLC(s) :**

1. Are all Directors/LLC Managers U.S. Citizens? Yes ☒ No ☐
2. Are a majority of Directors/LLC Managers Massachusetts Residents? Yes ☒ No ☐
3. Is the License Manager or Principal Representative a U.S. Citizen? Yes ☒

**C.) Shareholder(s), Member(s), Director(s) and Officer(s):**

- 1.. Are all Shareholders, Members, Directors, LLC Managers and Officers involved at least twenty-one (21) years old? Yes ☒ No ☐

**15. CITIZENSHIP AND RESIDENCY REQUIREMENTS FOR (§12) RESTAURANT, HOTEL, CLUB, GENERAL ON PREMISE, TAVERN, VETERANS CLUB LICENSE ONLY:****A.) For Individual(s):**

1. Are you a U.S. Citizen? Yes ☐ No ☐

**B.) For Corporation(s) and LLC(s) :**

1. Are a majority of Directors/LLC Managers **NOT** U.S. Citizen(s)? Yes ☐ No ☐
2. Is the License Manager or Principal Representative a U.S. Citizen? Yes ☐ No ☐

**C.) Shareholder(s), Member(s), Director(s) and Officer(s):**

- 1.. Are all Shareholders, Members, Directors, LLC Managers and Officers involved at least twenty-one (21) years old? Yes ☐ No ☐

**16. COSTS ASSOCIATED WITH LICENSE TRANSACTION:**A. Purchase Price for Real Property: B. Purchase Price for Business Assets: C. Costs of Renovations/Construction: D. Initial Start-Up Costs: E. Purchase Price for Inventory: F. Other: (Specify) **G: TOTAL COST** **H. TOTAL CASH** **I. TOTAL AMOUNT FINANCED** 

**IMPORTANT ATTACHMENTS (6):** Submit any and all records, documents and affidavits including loan agreements that explain the source(s) of money for this transaction. Sources of cash must include a minimum of three (3) months of bank statements.

The amounts listed in subsections (H) and (I) must total the amount reflected in (G).

**17. PROVIDE A DETAILED EXPLANATION OF THE FORM(S) AND SOURCE(S) OF FUNDING FOR THE COSTS IDENTIFIED ABOVE (INCLUDE LOANS, MORTGAGES, LINES OF CREDIT, NOTES, PERSONAL FUNDS, GIFTS):**

\$12,000.00 purchase price to be financed by private loan from Ralph Rotolante as evidenced by Promissory Note filed herewith.

\*If additional space is needed, please use last page.

**18. LIST EACH LENDER AND LOAN AMOUNT(S) FROM WHICH "TOTAL AMOUNT FINANCED" NOTED IN SUB-SECTIONS 17(I) WILL DERIVE:**

A.

Name	Dollar Amount	Type of Financing
Ralph Rotolante	\$12,000.00	Promissory Note

\*If additional space is needed, please use last page.

B. Does any individual or entity listed in §19 as a source of financing have a direct or indirect, beneficial or financial interest in this license or any other license(s) granted under Chapter 138? Yes ☒ No ☐

If yes, please describe:

Ralph Rotolante is currently the sole officer and shareholder of Wine-Cask Imports, Inc., 577 Main Street, Hudson, MA 01519, which holds a wholesaler license. Said licensed entity is the subject of a concurrent 100% stock transfer from Ralph Rotolante to Regina Rotolante.

**19. PLEDGE: (i.e. COLLATERAL FOR A LOAN)**

A.) Is the applicant seeking approval to pledge the license? ☒ Yes ☐ No

1. If yes, to whom: Ralph Rotolante

2. Amount of Loan: \$12,000.00

3. Interest Rate: 5%

4. Length of Note: 72 months

5. Terms of Loan : Sums due payable in monthly installments on the first day of each month until all sums due have been paid in full.

B.) If a corporation, is the applicant seeking approval to pledge any of the corporate stock? ☐ Yes ☒ No

1. If yes, to whom:

2. Number of Shares:

C.) Is the applicant pledging the inventory? ☐ Yes ☒ No

If yes, to whom:

**IMPORTANT ATTACHMENTS (7):** If you are applying for a pledge, submit the pledge agreement, the promissory note and a vote of the Corporation/LLC approving the pledge.

**20. CONSTRUCTION OF PREMISES:**

Are the premises being remodeled, redecorated or constructed in any way? If YES, please provide a description of the work being performed on the premises: ☐ Yes ☒ No

**21. ANTICIPATED OPENING DATE:** currently operating

IF ALL OF THE INFORMATION AND  
ATTACHMENTS ARE NOT COMPLETE  
THE APPLICATION WILL BE  
RETURNED

Additional Space

Please note which question you are using this space for.

Continuation of Section 10: Interests in this License:

David Capobianco - General Partner of Landlord Entity with percentage rent interest.

Irene Gruber - General Partner of Landlord Entity with percentage rent interest.

Norman Wu - General Partner of Landlord Entity with percentage rent interest.

William Ablondi - General Partner of Landlord Entity with percentage rent interest.

**APPLICANT'S STATEMENT**

\*\* a transfer of stock, new officers/directors, pledge of license and change of manager of record

I, Regina Rotolante the ☐ sole proprietor; ☐ partner; ☒ corporate principal; ☐ LLC/LLP member

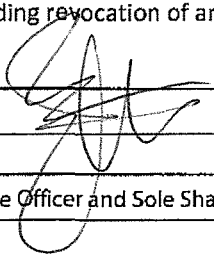
of Wine-Cask Cellars, Inc., hereby submit this application for \*\* (hereinafter the

"Application"), to the local licensing authority (the "LLA") and the Alcoholic Beverages Control Commission (the "ABCC" and together with the LLA collectively the "Licensing Authorities") for approval.

I do hereby declare under the pains and penalties of perjury that I have personal knowledge of the information submitted in the Application, and as such affirm that all statement and representations therein are true to the best of my knowledge and belief. I further submit the following to be true and accurate:

- (1) I understand that each representation in this Application is material to the Licensing Authorities' decision on the Application and that the Licensing Authorities will rely on each and every answer in the Application and accompanying documents in reaching its decision;
- (2) I state that the location and description of the proposed licensed premises does not violate any requirement of the ABCC or other state law or local ordinances;
- (3) I understand that while the Application is pending, I must notify the Licensing Authorities of any change in the information submitted therein. I understand that failure to give such notice to the Licensing Authorities may result in disapproval of the Application;
- (4) I understand that upon approval of the Application, I must notify the Licensing Authorities of any change in the Application information as approved by the Licensing Authorities. I understand that failure to give such notice to the Licensing Authorities may result in sanctions including revocation of any license for which this Application is submitted;
- (5) I understand that the licensee will be bound by the statements and representations made in the Application, including, but not limited to the identity of persons with an ownership or financial interest in the license;
- (6) I understand that all statements and representations made become conditions of the license;
- (7) I understand that any physical alterations to or changes to the size of, the area used for the sale, delivery, storage, or consumption of alcoholic beverages, must be reported to the Licensing Authorities and may require the prior approval of the Licensing Authorities;
- (8) I understand that the licensee's failure to operate the licensed premises in accordance with the statements and representations made in the Application may result in sanctions, including the revocation of any license for which the Application was submitted; and
- (9) I understand that any false statement or misrepresentation will constitute cause for disapproval of the Application or sanctions including revocation of any license for which this Application is submitted.

Signature:



Date:

11/3/12

Title:

Sole Officer and Sole Shareholder